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Ira R. Abel, Esq.

Proposed Counsel for the Debtor

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

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In re: :
: Chapter 11
Green Group 11 LLC, :
Case No. 19- 40115-nhl
Debtor. :
-----x

AFFIRMATION OF MICHAEL KANDHOROV

Michael Kandhorov affirms under penalty of perjury pursuant to 28 U.S.C. § 1746 and states as follows:

1. I am an individual residing at 33 Bow Street Queens County, New York 11375. I am a member of (a) 326 Quincy, LLC ("326") and (b) the managing member of the above-captioned debtor and debtor-in-possession (the "Debtor").
2. I make this affirmation on behalf of 326 and on behalf of the Debtor's application to retain the Law Office of Ira R. Abel (the "Firm") to represent the Debtor as its attorney under a general retainer.
3. 326 has provided (a) the sum of \$10,000 as a retainer and (b) the sum of \$1,717 as the required chapter 11 filing fee (together, the "Retainer") to the Firm to secure legal services and advice for the Debtor. I understand that the Firm's duty of loyalty lies with the Debtor and not to 326, and 326 has agreed to these terms.

4. The Debtor consents to payment by 326 of the Retainer on its behalf.

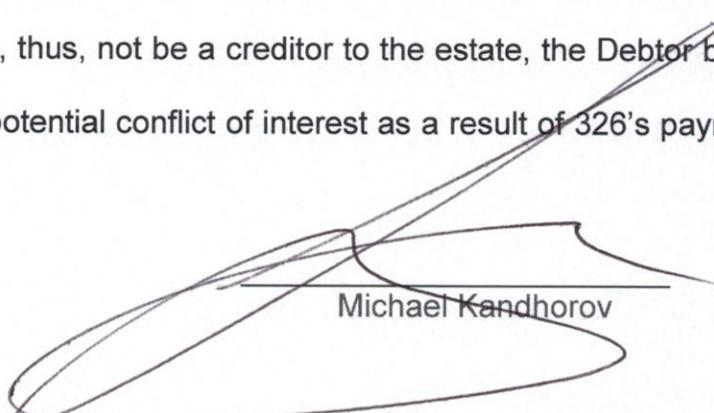
5. 326 has no conflicts of interest, potential conflicts of interest or claims against the Debtor, and the Debtor has none against 326. 326 has no equity security interests in the Debtor.

6. 326 waives all claims against the Debtor on account of the Retainer, and will not make any claim against the Debtor's estate for recovery of those funds.

7. The Debtor does not owe any money to 326 or to any entity that 326 controls or owns.

8. The Firm does not owe any money to 326 or any entity that 326 controls or owns.

9. Payment of the Retainer to Counsel (1) was made with the full knowledge and consent of the Debtor; (2) the Debtor expressly consented to the arrangement; (3) 326 has been advised and understands that the Firm's duty of undivided loyalty is owed exclusively to the Debtor; (4) the factual and legal relationship with the Debtor is as set forth above; (5) in light of the above circumstances and since 326 will waive any claim for the fees advanced and will, thus, not be a creditor to the estate, the Debtor believes that there exists no actual or potential conflict of interest as a result of 326's payment of the retainer and filing fee.



Michael Kandhorov

TO BE USED ONLY WHEN THE ACKNOWLEDGMENT IS MADE IN NEW YORK
STATE

STATE OF NEW YORK COUNTY OF KINGS

/s/ Name Naomi

Notary Public, State of New York
Qualified in Brooklyn
My commission expires

NOV 21ST, 2020

NIDIA GRACIELA MERINO
NOTARY PUBLIC-STATE OF NEW YORK
No. 01ME6350844
Qualified in Queens County
My Commission Expires November 21, 2020